

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**SUMMARY OF SECOND INTERIM FEE APPLICATION OF KROLL RESTRUCTURING
ADMINISTRATION LLC, AS ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM OCTOBER 1, 2023 THROUGH JANUARY 31, 2024**

Name of Applicant: Kroll Restructuring Administration LLC
(“Kroll”)

Authorized to Provide Services as: Administrative Advisor

Date of Retention: February 24, 2023, *nunc pro tunc* to
January 19, 2023

Period for which compensation and
reimbursement is sought: October 1, 2023 through January 31,
2024 (“Interim Fee Period”)

Amount of Compensation Sought as Actual,
Reasonable and Necessary: \$63,172.04

Amount of Expense Reimbursement Sought: \$0.00

**Total Amount of Fees and Expense Reimbursement
Sought as Actual, Reasonable and Necessary: \$63,172.04**

This is an: _____ monthly _____ interim _____ final application.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number (or equivalent identifier), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd.. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

Prior Interim Fee Applications

Date Filed; ECF No.	Period Covered	Requested		Paid or To Be Paid	
		Fees	Expenses	Fees	Expenses
11/15/23; ECF No. 936	1/19/23 – 9/30/23	\$23,114.00	\$0.00	\$20,802.60 ²	\$0.00

Prior Monthly Statements Filed During the Interim Fee Period

Date Filed; ECF No.	Period Covered	Requested		Paid or To Be Paid		Holdback
		Fees	Expenses	Fees	Expenses	
11/20/23; ECF No. 957	10/1/23 – 10/31/23	\$1,995.20 (payment of 80% or \$1,596.16)	\$0.00	\$1,596.16 (80% of \$1,995.20)	\$0.00	\$399.04
12/20/23; ECF No. 1069	11/1/23 – 11/30/23	\$15,952.80 (payment of 80% or \$12,762.24)	\$0.00	\$12,762.24 (80% of \$15,952.80)	\$0.00	\$3,190.56
1/24/24; ECF No. 1192	12/1/23 – 12/31/23	\$18,973.20 (payment of 80% or \$15,178.56)	\$0.00	\$15,178.56 (80% of \$18,973.20)	\$0.00	\$3,794.64
2/20/24; ECF No. 1336	1/1/24 – 1/31/24	\$26,250.84 (payment of 80% or \$21,000.67)	\$0.00	\$21,000.67 (80% of \$26,250.84)	\$0.00	\$5,250.17

Summary of Hours Billed by Kroll Employees During the Interim Fee Period

Employee Name	Title	Total Hours	Rate³	Total
Brunswick, Gabriel	Managing Director	0.40	\$269.50	\$107.80
Johnson, Craig	Director of Solicitation	9.20	\$269.50	\$2,479.40
Orchowski, Alex T	Director of Solicitation	57.40	\$269.50	\$15,469.30
Sharp, David	Director of Solicitation	2.60	\$269.50	\$700.70
Johnson, Craig	Director of Solicitation	4.50	\$245.00	\$1,102.50

² Pursuant to the Court's interim fee order entered at Docket No. 1051, 90% of allowed fees for the first interim fee period are currently eligible for payment.

³ Kroll's hourly rates increased on January 1, 2024 in accordance with the terms of Kroll's retention. Additionally, certain Kroll employees were promoted during the Interim Fee Period, and are thus listed at both their former and current rates and titles, as applicable.

Orchowski, Alex T	Director of Solicitation	99.70	\$245.00	\$24,426.50
Brunswick, Gabriel	Director	3.20	\$245.00	\$784.00
Gallerie, Bridget	Director	0.50	\$245.00	\$122.50
Adbul Hakeem, Shakir	Solicitation Consultant	3.80	\$242.00	\$919.60
Brodeur, Sarah	Solicitation Consultant	2.80	\$242.00	\$677.60
Brown, Mark M	Solicitation Consultant	0.40	\$242.00	\$96.80
Crowell, Messiah L	Solicitation Consultant	17.50	\$242.00	\$4,235.00
Gache, Jean	Solicitation Consultant	5.10	\$242.00	\$1,234.20
Steinberg, Zachary	Solicitation Consultant	18.00	\$242.00	\$4,356.00
Brown, Mark M	Solicitation Consultant	7.70	\$220.00	\$1,694.00
Crowell, Messiah L	Solicitation Consultant	7.60	\$220.00	\$1,672.00
Gache, Jean	Solicitation Consultant	8.60	\$220.00	\$1,892.00
Lewenson, Justin	Solicitation Consultant	4.40	\$220.00	\$968.00
Steinberg, Zachary	Solicitation Consultant	45.60	\$220.00	\$10,032.00
Chan, Andrew Q	Consultant	1.40	\$198.00	\$277.20
Hernandez, Javier	Consultant	1.00	\$198.00	\$198.00
Kouskorskaya, Yaroslava	Consultant	0.30	\$198.00	\$59.40
Pagan, Chanel C	Consultant	6.00	\$198.00	\$1,188.00
Gorina, Anastasia	Consultant	3.50	\$192.50	\$673.75
Hernandez, Javier	Consultant	0.60	\$180.00	\$108.00
Lim, Rachel	Consultant	11.00	\$180.00	\$1,980.00
Markesinis, Ioannis N	Consultant	0.80	\$176.00	\$140.80
Gorina, Anastasia	Consultant	0.80	\$175.00	\$140.00
Gogde, Mansi	Consultant	1.50	\$160.00	\$240.00
Jain, Shikhar	Consultant	1.40	\$160.00	\$224.00
Kar, Monika	Consultant	0.20	\$160.00	\$32.00
Mishra, Anju	Consultant	2.70	\$160.00	\$432.00
Tawde, Medhavi	Consultant	0.20	\$160.00	\$32.00
Hernandez, Raymond	Consultant	2.70	\$100.00	\$270.00
	TOTAL	333.10		\$78,965.05⁴
	BLENDDED RATE		\$237.06	

Summary of Hours Billed by Subject Matter During the Interim Fee Period

Matter Description	Total Hours	Total
Ballots	44.10	\$9,501.95
Call Center / Credit Inquiry	29.70	\$7,457.80
Disbursements	6.60	\$1,597.20
Retention / Fee Application	5.20	\$1,197.80
Solicitation	247.50	\$59,210.30
TOTAL	333.10	\$78,965.05⁵

^{4, 5} This amount has been discounted to \$63,172.04 in accordance with the terms of Kroll's retention. Taking into account this discount, the blended hourly rate is \$189.65.

Summary of Expenses Incurred During the Interim Fee Period

Description	Total
N/A	\$0.00
TOTAL	\$0.00

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In re:

Genesis Global Holdco, LLC, *et al.*¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**SECOND INTERIM FEE APPLICATION OF KROLL RESTRUCTURING
ADMINISTRATION LLC, AS ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM OCTOBER 1, 2023 THROUGH JANUARY 31, 2024**

Kroll Restructuring Administration LLC (“**Kroll**”), administrative advisor to Genesis Global Holdco, LLC and certain of its affiliates as debtors and debtors in possession (collectively, the “**Debtors**”), files this second interim fee application (the “**Application**”), pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Rules (the “**Local Bankruptcy Rules**”) of the United States Bankruptcy Court for the Southern District of New York (the “**Court**”) and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 101] (the “**Compensation Order**”), for payment of compensation for professional services rendered to the Debtors and for reimbursement of actual and necessary expenses incurred in connection with such services for the interim period from October 1, 2023 through January 31, 2024 (the “**Interim Fee Period**”). In support of the Application, Kroll respectfully represents as follows:

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s tax identification number (or equivalent identifier), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); and Genesis Asia Pacific Pte. Ltd.. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

Jurisdiction

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and the Amended Standing Order Reference of the United States District Court for the Southern District of New York, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The predicates for the relief requested herein are sections 327, 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-1 and the Compensation Order.

Background

3. On January 19, 2023 (the “**Petition Date**”), each of the Debtors commenced with the Court a voluntary case under chapter 11 the Bankruptcy Code. The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107 and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these chapter 11 cases. On February 3, 2023, an official committee of unsecured creditors was appointed in these cases [Docket No. 55].

Retention of Kroll

4. On February 24, 2023, the Court entered the *Order Authorizing Employment and Retention of Kroll Restructuring Administration LLC as Administrative Advisor Nunc Pro Tunc to the Petition Date* [Docket No. 107] (the “**Administrative Advisor Order**”), which authorized the Debtors to employ and retain Kroll as administrative advisor *nunc pro tunc* to the Petition Date.

Relief Requested

5. By this Application, Kroll seeks allowance on an interim basis of compensation for professional services rendered to the Debtors during the Interim Fee Period in the aggregate

amount of \$63,172.04 and for reimbursement of actual and necessary expenses incurred in connection with the rendering of such services in the aggregate amount of \$0.00, for a total aggregate amount of \$63,172.04. Itemized invoices for the Interim Fee Period are attached hereto as **Exhibit A**.

6. The Debtors have been given the opportunity to review this Application and have approved the compensation and reimbursement of expenses requested herein.

Monthly Compensation

7. Pursuant to the Compensation Order, Kroll has previously submitted a description of the hours it spent rendering services to the Debtors during the Interim Fee Period and a request for allowance and payment of fees and expenses related to such services in its monthly fee statements filed at Docket Nos. 957, 1069, 1192 and 1336 (each a “**Monthly Fee Statement**” and collectively, the “**Monthly Fee Statements**”).

8. All services for which compensation has been requested by Kroll during the Interim Fee Period were performed for or on behalf of the Debtors. The fees and disbursements sought by this Application do not include any fees or disbursements that have been sought for services provided by Kroll under the Notice and Claims Agent Retention Order,² which provides for separate procedures for the payment of such fees and disbursements. Similarly, no fees or disbursements for services provided to the Debtors under the Notice and Claims Agent Retention Order has been sought by the Monthly Fee Statements or is being sought hereby.

9. Lastly, except to the extent of the advance paid to Kroll (as described in the Engagement Letter between Kroll and the Debtors) and payment of the fees and disbursements

² The Notice and Claims Agent Retention Order is that certain *Order Authorizing Retention and Appointment of Kroll Restructuring Administration LLC as Claims and Noticing Agent* entered by the Court on January 26, 2023 [Docket No. 39].

sought in the Monthly Fee Statements, Kroll has neither sought nor received any payment or promises for payment from any source during the Interim Fee Period in connection with the matters described in this Application. Also, there is no agreement or understanding between Kroll and any other person, other than the affiliates, partners, managers, directors and employees of Kroll, for sharing of the compensation to be received for services rendered to the Debtors in these chapter 11 cases.

Summary of Professional Services Rendered

10. The professional services that Kroll rendered during the Interim Fee Period are grouped by subject matter and summarized as follows:

• Ballots

Fees: \$9,501.95; Hours: 44.10

Ballots services provided included processing incoming ballots, including receiving, reviewing, and analyzing incoming ballots for timeliness and validity, inputting ballots into the voting database and auditing same, and providing technical support for processing of electronically filed ballots.

• Call Center / Credit Inquiry

Fees: \$7,457.80; Hours: 29.70

Call Center / Credit Inquiry services provided included: (a) preparing and updating frequently asked questions to be used in responding to solicitation related inquiries; (b) conferring among the Kroll case team regarding responses to solicitation related inquiries; (c) responding to creditor and nominee inquires relating to solicitation and balloting of the Debtors' plan; and (d) performing quality assurance reviews of inquiry responses.

- Disbursements

Fees: \$1,597.20; Hours: 6.60

Disbursements services provided included reviewing the Debtors' plan and disclosure statement in preparation for upcoming distributions.

- Retention / Fee Application

Fees: \$1,197.80; Hours: 5.20

Retention / Fee Application services provided included: (a) drafting, revising, and finalizing Kroll's Monthly Fee Statements and first interim fee application filed at Docket No. 936; and (b) attending the hearing on the first interim fee application.

- Solicitation

Fees: \$59,210.30; Hours: 247.50

Solicitation services provided included: (a) conferring and coordinating among the Kroll case team and Debtors' counsel regarding solicitation of the Debtors' plan, including solicitation procedures, timelines, voting, balloting, and related mechanics; (b) responding to inquiries from Debtors' counsel regarding solicitation of the Debtors' plan; (c) reviewing, analyzing and providing comments on the solicitation materials, including motions, ballots, voting procedures and the plan and disclosure statement; (d) preparing plan class reports for solicitation purposes and performing quality assurance reviews of same; (e) coordinating the setup of an electronic platform to receive ballot forms in connection with the plan; (g) telephonically attending the disclosure statement hearing in connection with solicitation; (h) preparing interim reports for circulation to the Debtors' other professionals; and (i) preparing the voting declaration and performing quality assurance reviews of same.

Summary of Expenses Incurred

11. Kroll is not currently aware of any actual and necessary expenses incurred during the Interim Fee Period in rendering the services described herein.

Kroll's Requested Fees and Reimbursement of Expenses Should Be Allowed by this Court

12. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered ... and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 sets forth the criteria for the award of compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded ... the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (a) the time spent on such services;
- (b) the rates charged for such services;
- (c) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (d) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (e) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (f) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

13. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amounts requested by Kroll are fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the rates charged for such services, (d) the nature and extent of the services rendered, (e) the value of such services and (f) the costs of comparable services other than in a case under this title.

14. In addition, Kroll's hourly rates are set at a level designed to fairly compensate Kroll for the work of its professionals and to cover routine overhead expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions and are consistent with the rates charged elsewhere.

15. Lastly, Kroll maintains computerized records of the time spent by employees of Kroll in connection with its role as administrative agent to the Debtors. **Exhibit A** hereto: (a) identifies the employee that rendered services in each task category; (b) describes each service such employee performed; (c) sets forth the number of hours in increments of one-tenth of an hour spent by each individual providing services; and (d) as applicable, lists the amount and type of expenses incurred.

Allowance of Compensation and Reimbursement of Expenses

16. Kroll requests that it be allowed, on an interim basis, compensation for professional services rendered and reasonable and necessary expenses incurred during the Interim Fee Period in the aggregate amount of \$63,172.04 and \$0.00, respectively, for a total aggregate amount of \$63,172.04. It is possible that some time expended or expenses incurred during the Interim Fee Period are not reflected in this Application. Kroll reserves the right to include such amounts in future fee applications.

Certification of Compliance and Waiver

17. The undersigned has reviewed the requirements of Rule 2016-1 of the Local Rules and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Local Rule 2016-1, Kroll

believes that such deviations are not material and respectfully requests that any such requirements be waived.

Notice

18. Pursuant to the Compensation Order, this Application will be served upon the Fee Notice Parties (as defined in the Compensation Order). Kroll submits, in light of the relief requested, no other or further notice is necessary.

Conclusion

WHEREFORE, Kroll respectfully requests that the Court enter an order: (i) granting Kroll interim allowance of compensation for professional services rendered in the aggregate amount of \$63,172.04, which represents 100% of the total compensation for professional services rendered by Kroll during the Interim Fee Period; (ii) granting Kroll reimbursement of \$0.00 for 100% of the actual and necessary costs and expenses incurred by Kroll during the Interim Fee Period; (iii) authorizing and directing the Debtors to pay Kroll \$63,172.04 (less any amounts previously paid) for professional services rendered and for actual and necessary expenses; and (iv) granting such other and further relief as is just and proper.

Dated: March 15, 2024
New York, New York

/s/ Shira D. Weiner

Shira D. Weiner
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Administrative Advisor to the Debtors

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**CERTIFICATION UNDER GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF
SECOND INTERIM FEE APPLICATION OF KROLL RESTRUCTURING
ADMINISTRATION LLC, AS ADMINISTRATIVE ADVISOR TO THE DEBTORS, FOR
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE
PERIOD FROM OCTOBER 1, 2023 THROUGH JANUARY 31, 2024**

I, Shira D. Weiner, hereby certify that:

1. I am the General Counsel to Kroll Restructuring Administration LLC (“**Kroll**”), administrative advisor to Genesis Global Holdco, LLC and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”).
2. This certification is made in respect of Kroll’s compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, effective as of February 5, 2013 (as adopted by General Order M-447) (the “**Local Guidelines**”), and the U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330 effective January 30, 1996 (the “**UST Guidelines**” together with the Local Guidelines, the “**Fee Guidelines**”), in connection with Kroll’s interim fee application (the “**Application**”) for allowance and approval of compensation for professional services rendered to the Debtors and for reimbursement of actual

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and necessary expenses incurred in connection with such services for the period from October 1, 2023 through January 31, 2024 (the “**Interim Fee Period**”).

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and expenses sought fall within the Fee Guidelines;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by Kroll and generally accepted by Kroll’s clients; and
- (d) in seeking the reimbursement of expenses described in the Application, Kroll did not make a profit on those services, whether performed by Kroll in-house or through a third party.

4. In respect of Section B.2 of the Local Guidelines, I certify that Kroll has provided the U.S. Trustee, the Debtors, and their attorneys with a statement of Kroll’s fees and expenses accrued during the Interim Fee Period.

5. In respect of Section B.3 of the Local Guidelines, I certify that the Debtors, its attorneys, and the U.S. Trustee are each being provided with a copy of the Application.

6. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: March 15, 2024
New York, New York

/s/ Shira D. Weiner

Shira D. Weiner
General Counsel
Kroll Restructuring Administration LLC
55 East 52nd Street, 17th Floor
New York, NY 10055

Administrative Advisor to the Debtors

Exhibit A



Hourly Fees by Employee through October 2023

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
JAH	Hernandez, Javier	CO - Consultant	0.60	\$180.00	\$108.00
ZS	Steinberg, Zachary	SA - Solicitation Consultant	5.50	\$220.00	\$1,210.00
GB	Brunswick, Gabriel	DI - Director	1.20	\$245.00	\$294.00
CJ	Johnson, Craig	DS - Director of Solicitation	0.30	\$245.00	\$73.50
ATO	Orchowski, Alex T	DS - Director of Solicitation	3.30	\$245.00	\$808.50
		TOTAL:	10.90		\$2,494.00

Hourly Fees by Task Code through October 2023

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
RETN	Retention / Fee Application	1.80	\$402.00
SOLI	Solicitation	9.10	\$2,092.00
		TOTAL:	10.90
			\$2,494.00

Time Detail

Date	Emp	Title	Description	Task	Hours
10/17/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.60
10/23/23	GB	DI	Draft monthly fee statement	Retention / Fee Application	0.20
10/24/23	JAH	CO	Review and file monthly fee statement	Retention / Fee Application	0.60
10/26/23	ATO	DS	Confer with Z. Steinberg (Kroll) to review the latest drafts of the solicitation materials	Solicitation	0.50
10/26/23	GB	DI	Draft interim fee application	Retention / Fee Application	1.00
10/26/23	ZS	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	3.50
10/31/23	ATO	DS	Conduct quality assurance review of the draft solicitation materials	Solicitation	1.00
10/31/23	ATO	DS	Confer with J. Hughes and R. Lim (Kroll) regarding the online voting portal	Solicitation	0.50
10/31/23	ATO	DS	Respond to inquiries from R. Minott (Cleary Gottleib) related to the timeline to finalize voting results	Solicitation	0.70
10/31/23	CJ	DS	Review proposed revised solicitation timetable	Solicitation	0.30
10/31/23	ZS	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	2.00
Total Hours					10.90



Hourly Fees by Employee through November 2023

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
RHE	Hernandez, Raymond	CO - Consultant	1.70	\$100.00	\$170.00
MMB	Brown, Mark M	SA - Solicitation Consultant	7.70	\$220.00	\$1,694.00
ZS	Steinberg, Zachary	SA - Solicitation Consultant	27.60	\$220.00	\$6,072.00
GB	Brunswick, Gabriel	DI - Director	0.70	\$245.00	\$171.50
CJ	Johnson, Craig	DS - Director of Solicitation	3.10	\$245.00	\$759.50
ATO	Orchowski, Alex T	DS - Director of Solicitation	45.20	\$245.00	\$11,074.00
			TOTAL:	86.00	\$19,941.00

Hourly Fees by Task Code through November 2023

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
INQR	Call Center / Creditor Inquiry	3.40	\$748.00
RETN	Retention / Fee Application	0.70	\$171.50
SOLI	Solicitation	81.90	\$19,021.50
			TOTAL: 86.00 \$19,941.00

Time Detail

Date	Emp	Title	Description	Task	Hours
11/01/23	ATO	DS	Conduct quality assurance review of the draft solicitation materials	Solicitation	1.20
11/01/23	ATO	DS	Confer with M. Brown (Kroll) regarding the updated drafts of the solicitation materials	Solicitation	0.20
11/01/23	ATO	DS	Confer with R. Minott (Cleary) regarding solicitation	Solicitation	0.40
11/01/23	MMB	SA	Quality assurance review of draft solicitation documents	Solicitation	1.70
11/01/23	ZS	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	3.00
11/01/23	ZS	SA	Prepare prepayment estimate for circulation to case professionals	Solicitation	2.50
11/02/23	CJ	DS	Review and revise draft solicitation checklist created by Z. Steinberg (Kroll)	Solicitation	0.40
11/02/23	CJ	DS	Review revised solicitation timetable and procedures	Solicitation	0.90
11/02/23	ZS	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	8.00
11/03/23	ATO	DS	Confer with Z Steinberg (Kroll) regarding the plan class report for solicitation	Solicitation	1.40
11/03/23	ZS	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	3.00
11/06/23	ATO	DS	Conduct quality assurance review of the draft plan class report in preparation for solicitation	Solicitation	5.60
11/06/23	MMB	SA	Update FAQ materials for use in connection with responses to solicitation inquiries	Call Center / Creditor Inquiry	3.40
11/06/23	ZS	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	7.60
11/07/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	1.40
11/07/23	ATO	DS	Review and analyze the draft disclosure statement motion in preparation for solicitation	Solicitation	1.30
11/07/23	CJ	DS	Monitor responses to solicitation re questions from R. Minott (CGSH)	Solicitation	0.60
11/07/23	MMB	SA	Review correspondence with A. Orchowski, J. Berman and Z. Steinberg (Kroll) and R. Minott (Cleary) related to solicitation	Solicitation	0.10
11/07/23	MMB	SA	Review solicitation documents in preparation for solicitation	Solicitation	2.50
11/08/23	ZS	SA	Update case website with solicitation classes	Solicitation	1.00
11/09/23	ATO	DS	Conduct quality assurance review of the draft plan class report in preparation for solicitation	Solicitation	3.40
11/09/23	ATO	DS	Review and analyze the amended disclosure statement motion in preparation for solicitation	Solicitation	1.50
11/10/23	ATO	DS	Confer with P. Kinealy (Alvarez & Marsal) regarding the claim objections and draft plan class report to be used for	Solicitation	1.40

			solicitation		
11/10/23	ATO	DS	Confer with C. Porter (Kroll) regarding the claim objections to be filed before solicitation	Solicitation	0.30
11/12/23	ATO	DS	Prepare plan class report in preparation for solicitation	Solicitation	5.70
11/13/23	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the draft plan class report and upcoming solicitation	Solicitation	0.20
11/13/23	ATO	DS	Confer with P. Kinealy and P. Wirtz (Alvarez & Marsal) regarding the draft plan class report	Solicitation	0.40
11/14/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	2.40
11/14/23	ATO	DS	Telephone conference with P. Wirtz and P. Kinealy (Alvarez & Marsal) regarding the solicitation plan class report	Solicitation	0.50
11/14/23	ATO	DS	Confer with P. Wirtz (Alvarez & Marsal) regarding the draft plan class report to be used for solicitation	Solicitation	0.20
11/15/23	GB	DI	Draft monthly fee statement	Retention / Fee Application	0.70
11/16/23	ATO	DS	Prepare plan class report in preparation for solicitation	Solicitation	3.10
11/16/23	CJ	DS	Monitor and track progress of solicitation preparation	Solicitation	0.40
11/17/23	ATO	DS	Respond to inquiries from R. Minott (Cleary Gottlieb) related to solicitation	Solicitation	0.80
11/20/23	ATO	DS	Create a preliminary plan class report in preparation for solicitation	Solicitation	1.10
11/21/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to the solicitation timeline	Solicitation	0.60
11/27/23	ATO	DS	Create plan class report in preparation for solicitation	Solicitation	1.40
11/27/23	ATO	DS	Respond to inquiries from P. Wirtz (Alvarez & Marsal) related to solicitation	Solicitation	0.40
11/28/23	ATO	DS	Create plan class report in preparation for solicitation	Solicitation	1.10
11/28/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.80
11/28/23	ATO	DS	Confer with R. Lim and J. Hughes (Kroll) regarding the online ballot portal setup	Solicitation	0.50
11/28/23	ATO	DS	Participate in the continued disclosure statement hearing	Solicitation	2.00
11/29/23	ATO	DS	Create plan class report in preparation for solicitation	Solicitation	1.90
11/29/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.60
11/29/23	CJ	DS	Manage the categorizing of claims into appropriate plan classes in preparation for upcoming solicitation	Solicitation	0.80
11/29/23	ZS	SA	Confer with G. Faust (Kroll) re email blast to be sent in upcoming solicitation mailing	Solicitation	0.50
11/30/23	ATO	DS	Create plan class report in preparation for solicitation	Solicitation	2.10
11/30/23	ATO	DS	Confer with J. Hughes and R. Lim (Kroll) regarding setup of the online ballot portal	Solicitation	0.70
11/30/23	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the draft plan	Solicitation	0.60

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			class report to be used for solicitation		
11/30/23	RHE	CO	Setup of electronic ballot platform on case website	Solicitation	1.70
11/30/23	ZS	SA	Prepare plan class reports for upcoming solicitation mailing	Solicitation	2.00
				Total Hours	86.00



Hourly Fees by Employee through December 2023

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
RHE	Hernandez, Raymond	CO - Consultant	1.00	\$100.00	\$100.00
MGOG	Gogde, Mansi	CO - Consultant	1.50	\$160.00	\$240.00
SHJ	Jain, Shikhar	CO - Consultant	1.40	\$160.00	\$224.00
MKA	Kar, Monika	CO - Consultant	0.20	\$160.00	\$32.00
AMI	Mishra, Anju	CO - Consultant	2.70	\$160.00	\$432.00
MET	Tawde, Medhavi	CO - Consultant	0.20	\$160.00	\$32.00
AGOR	Gorina, Anastasia	CO - Consultant	0.80	\$175.00	\$140.00
RACL	Lim, Rachel	CO - Consultant	11.00	\$180.00	\$1,980.00
MLC	Crowell, Messiah L	SA - Solicitation Consultant	7.60	\$220.00	\$1,672.00
JGA	Gache, Jean	SA - Solicitation Consultant	8.60	\$220.00	\$1,892.00
JUL	Lewenson, Justin	SA - Solicitation Consultant	4.40	\$220.00	\$968.00
ZS	Steinberg, Zachary	SA - Solicitation Consultant	12.50	\$220.00	\$2,750.00
GB	Brunswick, Gabriel	DI - Director	1.30	\$245.00	\$318.50
BGA	Gallerie, Bridget	DI - Director	0.50	\$245.00	\$122.50
CJ	Johnson, Craig	DS - Director of Solicitation	1.10	\$245.00	\$269.50
ATO	Orchowski, Alex T	DS - Director of Solicitation	51.20	\$245.00	\$12,544.00
			TOTAL:	106.00	\$23,716.50

Hourly Fees by Task Code through December 2023

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	11.70	\$2,226.00
INQR	Call Center / Creditor Inquiry	13.90	\$3,368.00
RETN	Retention / Fee Application	1.30	\$318.50
SOLI	Solicitation	79.10	\$17,804.00

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TOTAL: 106.00

\$23,716.50

Time Detail

Date	Emp	Title	Description	Task	Hours
12/01/23	ATO	DS	Conduct quality assurance review of the plan class report in preparation for solicitation	Solicitation	0.50
12/01/23	ATO	DS	Confer with R. Minott (Cleary) and P. Kinealy (Alvarez & Marsal) regarding solicitation	Solicitation	0.60
12/01/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation of the Gemini lenders	Solicitation	0.30
12/01/23	CJ	DS	Manage preparations for customizing each voting parties voting amount	Solicitation	1.10
12/04/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.40
12/04/23	BGA	DI	Coordinate import of voting records into system	Solicitation	0.50
12/05/23	ATO	DS	Confer with P. Kinealy and P. Wirtz (Alvarez & Marsal) regarding the voting amounts to be used for solicitation purposes	Solicitation	0.60
12/05/23	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to the online voting portal	Solicitation	0.60
12/06/23	ATO	DS	Confer with J. Hughes and R. Lim (Kroll) regarding the online ballot portal	Solicitation	1.40
12/06/23	ATO	DS	Review and analyze the disclosure statement order in preparation for solicitation	Solicitation	0.70
12/06/23	ZS	SA	Review and analyze solicitation materials and procedures to be implemented in upcoming solicitation	Solicitation	2.00
12/07/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.60
12/07/23	ATO	DS	Confer with C. Johnson (Kroll) regarding the upcoming call to discuss solicitation	Solicitation	0.30
12/07/23	ATO	DS	Confer with J. Hughes and A. Khan (Kroll) regarding the online ballot portal	Solicitation	0.70
12/07/23	ATO	DS	Respond to inquiries from A. Criste (White & Case) related to solicitation	Solicitation	0.70
12/07/23	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to the online ballot portal	Solicitation	0.70
12/07/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.40
12/08/23	ATO	DS	Confer with J. Hughes and A. Khan (Kroll) regarding setup of the online ballot portal	Solicitation	0.50
12/08/23	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to solicitation	Solicitation	0.60
12/10/23	ATO	DS	Confer with C. Chan (Kroll) to prepare for incoming inquiries related to solicitation	Call Center / Creditor Inquiry	0.30

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12/10/23	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to the online ballot portal	Solicitation	0.30
12/10/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.70
12/11/23	ATO	DS	Conduct quality assurance review of the online ballot portal	Solicitation	1.70
12/11/23	ATO	DS	Confer with R. Minott (Cleary) and P. Wirtz (Alvarez & Marsal) regarding the voting amounts to be utilized for solicitation	Solicitation	0.90
12/11/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.30
12/11/23	ATO	DS	Respond to inquiries from A. Parra Criste and P. Strom (White & Case) related to solicitation	Solicitation	1.10
12/11/23	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to solicitation	Solicitation	0.80
12/11/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	1.60
12/12/23	ATO	DS	Prepare an updated plan class report in connection with solicitation	Solicitation	3.20
12/12/23	ATO	DS	Confer with P. Wirtz and P. Kinealy (Alvarez & Marsal) related to the updated voting amounts to be used for solicitation	Solicitation	0.90
12/12/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.60
12/12/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.60
12/12/23	ATO	DS	Respond to inquiries from J. Vanlare (Cleary) related to the voting results	Solicitation	0.40
12/12/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	0.80
12/12/23	ZS	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	3.00
12/12/23	ZS	SA	Prepare solicitation mailing notes for communications team for use in future inquiries	Solicitation	2.00
12/13/23	ATO	DS	Prepare an updated plan class report in connection with solicitation	Solicitation	6.10
12/13/23	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to solicitation	Solicitation	0.30
12/13/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	1.60
12/13/23	GB	DI	Attend interim fee hearing	Retention / Fee Application	0.60
12/13/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	2.60
12/14/23	ATO	DS	Finalize updated plan class report in preparation for solicitation	Solicitation	1.20
12/14/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.50
12/14/23	ATO	DS	Respond to inquiries from K. Ross (Cleary) related to solicitation	Solicitation	0.50

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12/14/23	ATO	DS	Respond to inquiries from P. Strom (White & Case) related to solicitation	Solicitation	0.60
12/14/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	1.40
12/14/23	ZS	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	2.00
12/15/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.10
12/15/23	ATO	DS	Confer with R. Minott (Cleary) regarding the updated plan class report to use for solicitation	Solicitation	0.60
12/15/23	ATO	DS	Respond to inquiries from A. Parra Criste (White & Case) related to solicitation	Solicitation	0.30
12/15/23	GB	DI	Draft monthly fee statement	Retention / Fee Application	0.70
12/15/23	JGA	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	1.90
12/15/23	JUL	SA	Quality assurance review of electronically filed ballots	Ballots	1.90
12/18/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.80
12/18/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.60
12/18/23	JGA	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	3.00
12/18/23	JUL	SA	Quality assurance review of electronically filed ballots	Ballots	1.30
12/18/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	1.60
12/19/23	AGOR	CO	Setup of electronic ballot platform on case website	Solicitation	0.80
12/19/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.60
12/19/23	ATO	DS	Create a preliminary voting report for circulation to case professionals	Solicitation	1.20
12/19/23	ATO	DS	Confer with Z. Steinberg (Kroll) regarding updates to solicitation records following claim objections	Solicitation	0.40
12/19/23	ATO	DS	Confer with R. Minott (Cleary) regarding solicitation	Solicitation	0.50
12/19/23	JGA	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	3.00
12/19/23	JUL	SA	Quality assurance review of electronically filed ballots	Ballots	1.20
12/19/23	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.10
12/19/23	MLC	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	0.80
12/19/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	1.40
12/19/23	RHE	CO	Setup of electronic ballot platform on case website	Solicitation	1.00
12/19/23	ZS	SA	Respond to creditor inquiries re submission of materials	Call Center / Creditor Inquiry	1.50
12/20/23	AMI	CO	Input incoming ballot information into voting database	Ballots	1.50
12/20/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center /	0.80

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				Creditor Inquiry	
12/20/23	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.30
12/20/23	JGA	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	0.70
12/20/23	MLC	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	5.30
12/20/23	RACL	CO	Setup of electronic ballot platform on case website	Solicitation	1.60
12/20/23	SHJ	CO	Input incoming ballot information into voting database	Ballots	1.40
12/20/23	ZS	SA	Update case website with plan treatment summary	Solicitation	1.00
12/20/23	ZS	SA	Update case website with step by step instructions for eballot submission	Solicitation	1.00
12/21/23	AMI	CO	Input incoming ballot information into voting database	Ballots	0.50
12/21/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.60
12/21/23	ATO	DS	Create preliminary voting report for circulation to case professionals	Solicitation	1.40
12/21/23	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.50
12/22/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.40
12/22/23	MGOG	CO	Input incoming ballot information into voting database	Ballots	0.50
12/22/23	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.70
12/23/23	MGOG	CO	Input incoming ballot information into voting database	Ballots	1.00
12/26/23	AMI	CO	Input incoming ballot information into voting database	Ballots	0.50
12/26/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.60
12/26/23	ATO	DS	Create preliminary voting reports for circulation to the case professionals	Solicitation	1.90
12/26/23	ATO	DS	Respond to inquiries from K. Ross (Cleary) related to solicitation	Solicitation	0.30
12/27/23	AMI	CO	Input incoming ballot information into voting database	Ballots	0.20
12/27/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.90
12/27/23	ATO	DS	Respond to inquiries from A. Parra Criste (White & Case) related to solicitation	Solicitation	0.60
12/27/23	MET	CO	Quality assurance review of ballot filing database	Solicitation	0.20
12/27/23	MKA	CO	Input incoming ballot information into voting database	Ballots	0.20
12/28/23	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.60
12/28/23	ATO	DS	Prepare updated voting reports for circulation to case professionals	Solicitation	1.50
12/29/23	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.20
				Total Hours	106.00



Hourly Fees by Employee through January 2024

<u>Initial</u>	<u>Employee Name</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
INM	Markesinis, Ioannis N	CO - Consultant	0.80	\$176.00	\$140.80
AGOR	Gorina, Anastasia	CO - Consultant	3.50	\$192.50	\$673.75
AQC	Chan, Andrew Q	CO - Consultant	1.40	\$198.00	\$277.20
JAH	Hernandez, Javier	CO - Consultant	1.00	\$198.00	\$198.00
YK	Kouskorskaya, Yaroslava	CO - Consultant	0.30	\$198.00	\$59.40
CCP	Pagan, Chanel C	CO - Consultant	6.00	\$198.00	\$1,188.00
SHAH	Adbul Hakeem, Shakir	SA - Solicitation Consultant	3.80	\$242.00	\$919.60
SABR	Brodeur, Sarah	SA - Solicitation Consultant	2.80	\$242.00	\$677.60
MMB	Brown, Mark M	SA - Solicitation Consultant	0.40	\$242.00	\$96.80
MLC	Crowell, Messiah L	SA - Solicitation Consultant	17.50	\$242.00	\$4,235.00
JGA	Gache, Jean	SA - Solicitation Consultant	5.10	\$242.00	\$1,234.20
ZS	Steinberg, Zachary	SA - Solicitation Consultant	18.00	\$242.00	\$4,356.00
CJ	Johnson, Craig	DS - Director of Solicitation	9.20	\$269.50	\$2,479.40
ATO	Orchowski, Alex T	DS - Director of Solicitation	57.40	\$269.50	\$15,469.30
DS	Sharp, David	DS - Director of Solicitation	2.60	\$269.50	\$700.70
GB	Brunswick, Gabriel	MD - Managing Director	0.40	\$269.50	\$107.80
TOTAL:				130.20	\$32,813.55

Hourly Fees by Task Code through January 2024

<u>Task Code</u>	<u>Task Code Description</u>	<u>Hours</u>	<u>Total</u>
BALL	Ballots	32.40	\$7,275.95
DISB	Disbursements	6.60	\$1,597.20
INQR	Call Center / Creditor Inquiry	12.40	\$3,341.80
RETN	Retention / Fee Application	1.40	\$305.80
SOLI	Solicitation	77.40	\$20,292.80

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TOTAL: 130.20

\$32,813.55

Time Detail

Date	Emp	Title	Description	Task	Hours
01/02/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.70
01/02/24	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to solicitation	Solicitation	0.50
01/02/24	ATO	DS	Create preliminary voting report for circulation to the case professionals	Solicitation	1.80
01/02/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.50
01/02/24	INM	CO	Input incoming ballot information into voting database	Ballots	0.40
01/02/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.60
01/02/24	ZS	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	1.00
01/03/24	AQC	CO	Input incoming ballot information into voting database	Ballots	0.20
01/03/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.40
01/03/24	ATO	DS	Respond to creditor inquiries related to distributions	Call Center / Creditor Inquiry	0.30
01/03/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.30
01/04/24	AQC	CO	Input incoming ballot information into voting database	Ballots	0.20
01/04/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
01/04/24	ATO	DS	Create preliminary voting reports for circulation to case professionals	Solicitation	1.90
01/04/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.70
01/04/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.50
01/04/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.80
01/05/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.70
01/05/24	ATO	DS	Confer with T. Evangelista (Kroll) to address creditor inquiries related to claim transfers and voting	Call Center / Creditor Inquiry	0.40
01/05/24	ATO	DS	Respond to inquiries from P. Wirtz (Alvarez & Marsal) related to solicitation	Solicitation	1.20
01/05/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.80
01/05/24	INM	CO	Input incoming ballot information into voting database	Ballots	0.40
01/05/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.80
01/05/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	2.50
01/07/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.40
01/08/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center /	1.20

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				Creditor Inquiry	
01/08/24	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.90
01/08/24	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to the voting results	Solicitation	0.60
01/08/24	ATO	DS	Prepare a preliminary voting report for circulation to the case professionals	Solicitation	1.30
01/08/24	CCP	CO	Input incoming ballot information into voting database	Ballots	0.70
01/08/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.90
01/08/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	4.80
01/08/24	SHAH	SA	Review Plan and prepare Plan distribution matrix	Disbursements	1.50
01/08/24	ZS	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
01/09/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	2.50
01/09/24	ATO	DS	Respond to inquiries from M. Papandrea (Lowenstein Sandler) related to solicitation	Solicitation	0.30
01/09/24	ATO	DS	Prepare a preliminary voting report for circulation to the case professionals	Solicitation	1.10
01/09/24	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the draft voting report	Solicitation	0.30
01/09/24	CCP	CO	Input incoming ballot information into voting database	Ballots	1.00
01/09/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.40
01/09/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	3.20
01/09/24	SABR	SA	Review Plan and prepare Plan distribution matrix	Disbursements	0.60
01/09/24	SHAH	SA	Review Plan and prepare Plan distribution matrix	Disbursements	2.30
01/09/24	ZS	SA	Confer and coordinate with case support re setup of ballot platform on the case website	Solicitation	1.00
01/09/24	ZS	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
01/10/24	AQC	CO	Input incoming ballot information into voting database	Ballots	1.00
01/10/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	1.20
01/10/24	ATO	DS	Respond to inquiries from J. Sciametta (Alvarez & Marsal) related to solicitation	Solicitation	0.50
01/10/24	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the voting report	Solicitation	0.40
01/10/24	ATO	DS	Prepare preliminary voting report for circulation to case professionals	Solicitation	0.90
01/10/24	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to the voting results	Solicitation	0.30
01/10/24	ATO	DS	Respond to inquiries from J. Vanlare (Cleary) related to solicitation	Solicitation	0.40
01/10/24	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	1.40

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01/10/24	CCP	CO	Input incoming ballot information into voting database	Ballots	2.00
01/10/24	CJ	DS	Manage compilation of final voting results	Solicitation	0.40
01/10/24	GB	MD	Draft monthly fee statement	Retention / Fee Application	0.40
01/10/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	1.20
01/10/24	YK	CO	Input incoming ballot information into voting database	Ballots	0.30
01/10/24	ZS	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	1.00
01/11/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
01/11/24	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	1.40
01/11/24	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the preliminary voting results	Solicitation	0.30
01/11/24	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the preliminary voting report	Solicitation	0.40
01/11/24	ATO	DS	Respond to inquiries from J. Vanlare (Cleary) related to solicitation	Solicitation	0.90
01/11/24	ATO	DS	Respond to inquiries from P. Wirtz (Alvarez & Marsal) related to solicitation	Solicitation	0.20
01/11/24	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the voting report	Solicitation	0.60
01/11/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	2.90
01/11/24	SABR	SA	Review Plan and prepare Plan distribution matrix	Disbursements	1.00
01/12/24	AGOR	CO	Quality assurance review of ballot filing database	Ballots	2.20
01/12/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
01/12/24	ATO	DS	Confer with M. Crowell (Kroll) regarding the ballot audit and final voting results	Solicitation	0.40
01/12/24	ATO	DS	Telephone conference with J. Margolin (Hughes Hubbard) related to the Gemini voting report	Solicitation	0.40
01/12/24	ATO	DS	Respond to inquiries from P. Kinealy (Alvarez & Marsal) related to solicitation	Solicitation	0.60
01/12/24	ATO	DS	Conduct quality assurance review of the draft voting report	Solicitation	2.40
01/12/24	JGA	SA	Quality assurance review of incoming ballots	Ballots	0.30
01/12/24	MLC	SA	Quality assurance review of incoming ballots	Ballots	0.50
01/12/24	SABR	SA	Review Plan and prepare Plan distribution matrix	Disbursements	1.20
01/12/24	ZS	SA	Review preliminary voting report for potential duplicative votes for circulation to case professionals	Solicitation	2.50
01/12/24	ZS	SA	Review PSA parties for accept votes to be circulated to case professionals	Solicitation	2.50
01/12/24	ZS	SA	Coordinate with technology services re voting script updates	Solicitation	2.00
01/12/24	ZS	SA	Create and format preliminary voting report for circulation to case professionals	Solicitation	2.50
01/14/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center /	0.20

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				Creditor Inquiry	
01/16/24	AGOR	CO	Quality assurance review of ballot filing database	Ballots	0.50
01/16/24	ATO	DS	Respond to inquiries from J. Margolni (Hughes Hubbard) related to solicitation	Solicitation	0.80
01/16/24	ATO	DS	Respond to inquiries from P. Wirtz (Alvarez & Marsal) related to solicitation	Solicitation	0.60
01/16/24	ATO	DS	Conduct quality assurance review of the preliminary voting results	Solicitation	0.80
01/16/24	ATO	DS	Respond to inquiries from R. Minott (Cleary Gottlieb) related to solicitation	Solicitation	0.80
01/16/24	JGA	SA	Prepare vote declaration	Solicitation	2.00
01/16/24	ZS	SA	Prepare vote declaration	Solicitation	1.00
01/17/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.20
01/17/24	JGA	SA	Prepare vote declaration	Solicitation	0.20
01/17/24	ZS	SA	Prepare vote declaration	Solicitation	2.50
01/18/24	ATO	DS	Respond to inquiries from J. Vanlare (Cleary Gottlieb) related to the voting results	Solicitation	0.60
01/18/24	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to the voting results	Solicitation	1.60
01/19/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.20
01/22/24	ATO	DS	Conduct quality assurance review of the Gemini voting statement	Solicitation	0.90
01/22/24	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.70
01/22/24	CJ	DS	Conduct quality assurance review of vote tabulation and finalization of voting reports	Solicitation	1.10
01/23/24	AGOR	CO	Quality assurance review of ballot filing database	Ballots	0.80
01/23/24	ATO	DS	Confer with C. Johnson (Kroll) re edits to the draft voting declaration	Solicitation	0.20
01/23/24	ATO	DS	Finalize the voting report for circulation to the case professionals	Solicitation	1.60
01/23/24	ATO	DS	Conduct quality assurance review of the draft vote declaration	Solicitation	0.80
01/23/24	CJ	DS	Conduct quality assurance review of vote tabulation and finalization of voting reports to be attached to voting declaration	Solicitation	2.30
01/23/24	CJ	DS	Review, revise, and circulate to R. Minott and J. VanLare (CGSH) draft of voting declaration	Solicitation	1.20
01/23/24	CJ	DS	Confer with A. Orchowski (Kroll) re edits to the draft voting declaration	Solicitation	0.20
01/24/24	ATO	DS	Confer with Z. Steinberg (Kroll) regarding the finalization of the vote declaration	Solicitation	0.50
01/24/24	ATO	DS	Confer with D. Malo (Kroll) regarding omnibus objection	Solicitation	0.70

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			orders and the voting results		
01/24/24	ATO	DS	Confer with C. Garroway (Kroll) regarding the conversion rates used to finalize voting amounts	Solicitation	0.50
01/24/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30
01/24/24	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to solicitation	Solicitation	0.30
01/24/24	ATO	DS	Respond to inquiries from P. Wirtz (Alvarez & Marsal) related to solicitation	Solicitation	0.80
01/24/24	CJ	DS	Coordinate with A. Orchowski (Kroll) re review of draft voting declaration	Solicitation	0.20
01/24/24	CJ	DS	Conduct quality assurance review of vote tabulation and final reporting thereof	Solicitation	1.40
01/24/24	DS	DS	Monitor and review emails re solicitation	Solicitation	0.80
01/24/24	JAH	CO	Review and file monthly fee statement	Retention / Fee Application	1.00
01/25/24	ATO	DS	Respond to inquiries from R. Minott (Cleary) related to the vote declaration	Solicitation	1.40
01/25/24	ATO	DS	Confer with G. Brunswick and C. Johnson (Kroll) regarding the vote declaration	Solicitation	1.10
01/25/24	ATO	DS	Respond to inquiries from J. Vanlare and M. Hatch (Cleary) related to the vote declaration	Solicitation	1.50
01/25/24	ATO	DS	Finalize the vote declaration	Solicitation	5.10
01/25/24	CJ	DS	Conduct quality assurance review of vote tabulation and the finalization of the voting declaration and monitor e-mails relating thereto	Solicitation	1.30
01/25/24	CJ	DS	Review revised draft voting declaration and voting reports attached as exhibits thereto	Solicitation	0.70
01/25/24	CJ	DS	Coordinate with A. Orchowski (Kroll) re finalization of voting declaration and voting reports attached as exhibits thereto	Solicitation	0.40
01/25/24	DS	DS	Monitor and review emails re solicitation	Solicitation	0.90
01/25/24	MMB	SA	Review correspondence with Z. Steinberg, C. Johnson and A. Orchowski (Kroll), J. VanLare, R. Minott and M. Hatch (Cleary) and P. Wirtz (Alvarez) regarding solicitation	Solicitation	0.40
01/26/24	ATO	DS	Confer with G. Brunswick (Kroll) regarding the vote declaration	Solicitation	0.30
01/26/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.70
01/26/24	ATO	DS	Confer with T. Helfrick (Hughes Hubbard) to obtain an updated Gemini voting statement	Solicitation	0.30
01/26/24	ATO	DS	Respond to inquiries from J. Vanlare and M. Hatch (Cleary) related to solicitation	Solicitation	0.80
01/26/24	ATO	DS	Respond to inquiries from J. Margolin (Hughes Hubbard) related to solicitation	Solicitation	0.90
01/29/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.30

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01/30/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.40
01/30/24	DS	DS	Monitor and review emails re solicitation	Solicitation	0.30
01/31/24	ATO	DS	Respond to creditor inquiries related to solicitation	Call Center / Creditor Inquiry	0.40
01/31/24	DS	DS	Monitor and review emails re solicitation	Solicitation	0.60
Total Hours					130.20